

THOMPSON  
HINE & FLORY LLP

*Attorneys at Law*

RECORDATION NO. 23237 FILED

November 30, 2000

NOV 30 '00 : 1:24 PM

SURFACE TRANSPORTATION BOARD

**VIA HAND DELIVERY**

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, NW  
Washington, DC 20423-0001

Dear Secretary Williams:

Enclosed for recordation, under the provisions of 49 U.S.C. § 11301(a) and the regulations promulgated thereunder, are executed counterparts of a primary document not previously recorded entitled Memorandum of Railroad Car Use Agreement (together with all amendments and supplements, the "Memorandum") between Kasgro Leasing, LLC, as successor in interest to Kasgro Rail Corp. (together with its successors and permitted assigns, the "Lessor") and General Electric Co., Schenectady, New York (together with its successors and permitted assigns, the "Lessee") dated as of October 27, 2000.

The parties to the Memorandum of Lease are:

LESSOR — Kasgro Leasing, LLC  
320 East Cherry Street  
New Castle, PA 16102

LESSEE — General Electric Co.  
1 River Road  
Schenectady, NY

The said Memorandum evidences of record that certain Railroad Car Use Agreement dated as of May 15, 2000 (the "Lease"), pursuant to which the Lessor is leasing to the Lessee the flat railcars as identified in the Schedule I attached to the Memorandum.

The units of equipment covered by the instant Memorandum are the said flat railcars, as identified in Schedule I to the Memorandum, a copy of which is attached hereto.

*1920 N Street, N.W. Washington, D.C. 20036-1601 202-331-8800 fax 331-8330*

BRUSSELS, BELGIUM CINCINNATI CLEVELAND COLUMBUS DAYTON PALM BEACH WASHINGTON, D.C.

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*Attorneys at Law*

Honorable Vernon A. Williams  
Secretary, STB  
November 30, 2000  
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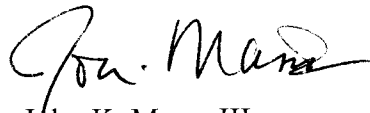
A short summary of the Memorandum to appear in the STB Index is as follows:

“Memorandum of Railroad Car Use Agreement dated as of October 27, 2000 between Kasgro Leasing, LLC, as Lessor, and General Electric Co., Schenectady, New York, as Lessee, covering 17 flat railcars bearing identification marks and numbers: LNAL 70930, 370387-370390, and KRL 370391, 70909, 70910, 70912-70920 as listed on Schedule I to the Memorandum.”

Enclosed is a remittance in the amount of \$26.00 for the required recording fee.

Once the filing has been made, please return to bearer the stamped counterpart not needed for your files, together with the letter from the Secretary acknowledging the filing, and the extra copies of this letter of transmittal.

Very truly yours,



John K. Maser III  
*Attorney for purposes of this filing for  
Kasgro Leasing, LLC and  
General Electric Co.*

Enclosures

110751  
049849.03

## SCHEDULE I

### GENERAL ELECTRIC - Schenectady, NY.

LNAL 70930  
KRL 70920  
KRL 70919  
KRL 70918  
KRL 70917  
KRL 70916  
KRL 70915  
KRL 70914  
KRL 70913  
KRL 70912  
KRL 70910  
KRL 70909  
LNAL 370387  
LNAL 370388  
LNAL 370389  
LNAL 370390  
KRL 370391

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SURFACE TRANSPORTATION BOARD

**MEMORANDUM OF  
RAILROAD CAR USE AGREEMENT**

MEMORANDUM OF RAILROAD CAR USE AGREEMENT (together with all amendments and supplements hereto, this "Memorandum") between Kasgro Leasing, LLC, a Pennsylvania limited liability company, as successor in interest to KASGRO RAIL CORP., (together with its successors and permitted assigns, the "Lessor"), and GENERAL ELECTRIC SCHENECTADY, (together with its successors and permitted assigns, the "Lessee").

WHEREAS, the Lessor and the Lessee have entered into that certain Railroad Car Use Agreement, dated as of May 15, 2000, covering certain flat railcars, as described in Schedule I attached hereto.

IN WITNESS WHEREOF, the parties hereto wish to show for public record the ownership of such rail cars in favor of the Lessor and the leasehold/use interest in such railcars of the Lessee and, accordingly, have caused this Memorandum to be duly executed by their respective duly authorized officers, on the 27 of October, 2000.

KASGRO LEASING, LLC.

By: [Signature]

Title: PRES. & CEO

GENERAL ELECTRIC SCHENECTADY

By: [Signature]

Title: SUPERVISOR-TRANSPORTATION

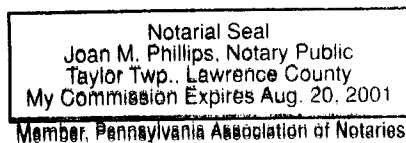
STATE OF PENNSYLVANIA )  
 )  
COUNTY OF LAWRENCE )

SS:

On this 27th day of October, 2000, before me personally appeared G. M. Kassab to me personally known, who, being duly sworn, did say that he is President & CEO of Kasgro Leasing LLC, and that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he acknowledged that execution of the foregoing instrument was the free act and deed of such corporation.

*Joan M. Phillips*  
Notary Public

My Commission Expires:



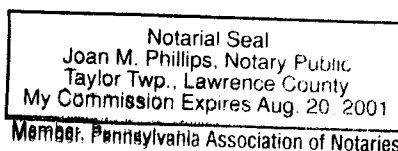
STATE OF PENNSYLVANIA )  
 )  
COUNTY OF LAWRENCE )

SS:

On this 27th day of October, 2000, before me personally appeared Richard L. Tripp to me personally known, who, being duly sworn, did say that he is Supv. Transp. of G.E. Schenectady, and that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he acknowledged that execution of the foregoing instrument was the free act and deed of such corporation.

*Joan M. Phillips*  
Notary Public

My Commission Expires:



**SCHEDULE I**

**GENERAL ELECTRIC - Schenectady, NY.**

LNAL 70930  
KRL 70920  
KRL 70919  
KRL 70918  
KRL 70917  
KRL 70916  
KRL 70915  
KRL 70914  
KRL 70913  
KRL 70912  
KRL 70910  
KRL 70909  
LNAL 370387  
LNAL 370388  
LNAL 370389  
LNAL 370390  
KRL 370391